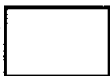
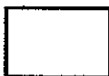


State of Delaware - Division of Corporations
CERTIFICATION SHEET - Fax# 302-739-3812



Priority 1
(One Hr)



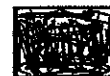
Priority 2
(Two Hr)



Priority 3
(Same Day)



Priority 4
(24 Hour)



Priority 7
(Reg. Work)

SUBMITTER'S INFORMATION

Company/Firm or Individual's Name Lance Nixon, Enforcement Officer
Environmental Protection Agency, Region 6
Return Address 1445 Ross Avenue, 6SF-TE
Dallas, Texas 75202
City - State - Zip
Attention:
Phone# 214-665-2203 Fax#
E-mail address nixon.lance@epa.gov
Account Number

DO NOT WRITE IN THIS SPACE

CERTIFICATION REQUEST INFORMATION

Name of Company/Entity Marathon Oil Company
File Number 0242228

Type of Certificate Requested

- ☐ Certified Copy of All Charter Documents
☐ Certified Copy of Charter Documents, Restated Forward
☐ Certified Copy Filed on
☐ Short Form Good Standing (check if additional language req.)
☐ Tax reports filed
☐ Taxes paid to date
☐ No taxes assessed
☐ Long Form Good Standing (check if additional language req.)
☐ Tax reports filed
☐ Taxes paid to date
☐ No taxes assessed
☐ Certificate in RE:
☐ Apostille - Country (Type of Cert.)
☐ Other
Check # Total \$ Enclosed

METHOD OF RETURN

- ☐ Messenger/Pick up
☐ Express Mail Select Express Service
Acct#
☒ Regular Mail
☐ Other
Fax or E-mail is not available

COMMENTS/FILING INSTRUCTIONS

all ~~so~~ documents on file
incorporation, amendments
mergers etc...
plain copies
\$30

CREDIT CARD INFORMATION Type of Card
(Visa, MasterCard, American Express or Discover Card Only)

CC# (b) (6) (b) (6)
Expiration Date -
Security Code
VISA

INSTRUCTIONS

1. Visit corp.delaware.gov/cvrmemo.shtml for complete instructions on how to properly complete this memo.
2. Fully shade in the required Priority Square using a dark pencil or marker, staying within the square.

\$30



9420579



State of Delaware

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 898
DOVER, DELAWARE 19903

130990736

9983914

09-09-2013

ENVIRONMENTAL PROTECTION AGENCY, REGION 6
1445 ROSS AVENUE, 6SF-TE
DALLAS TX 75202

ATTN: LANCE NIXON

DESCRIPTION	AMOUNT
MARATHON OIL COMPANY	
0242228 4100H Plain Copy History (DELETED)	
Plain Copy Fee	* 30.00
Plain Copy Fee	30.00CR
* ITEMS WERE PREVIOUSLY BILLED	
FILING TOTAL	.00
MARATHON OIL COMPANY	
0242228 4100H Plain Copy History	
0102S Incorp Delaware Sto 08-31-1928 7	22.00
0240S Amendment; Stock 05-05-1931 1	2.00
0275 Dissolution 01-16-1935 3	6.00
Plain Copy Fee	30.00
FILING TOTAL	30.00
TOTAL CHARGES	30.00
TOTAL PAYMENTS	30.00
SERVICE REQUEST BALANCE	.00

RECEIVED
13 SEP 16 PM 1:53
SUPERFUND DIV.
DIRECTOR'S OFFICE

CERTIFICATE OF INCORPORATION

OF

MARATHON OIL COMPANY

—ooOoo—

FIRST. The name of this corporation is
MARATHON OIL COMPANY.

SECOND. Its principal office in the State of Delaware is located at No. 7 West Tenth Street, in the City of Wilmington, County of New Castle. The name and address of its resident agent is the Corporation Trust Company of America, No. 7 West Tenth Street, Wilmington, Delaware.

THIRD. The nature of the business, or objects or purposes to be transacted, promoted or carried on are:

(a) To locate, purchase, lease or otherwise acquire, and hold lands containing or believed to contain, petroleum and/or natural gas; and to enter upon all or any of said lands and to search and prospect therein for and to raise, produce and save therefrom, petroleum and natural gas.

(b) To buy, sell and deal in petroleum and/or natural gas, and the products or by-products thereof.

(c) To act as broker in the purchase and sale of crude petroleum, natural gas, gasoline, kerosene, lubricating oils, fuel oil and all refined products of petroleum oil and natural gas.

(d) To own, hold, construct or otherwise acquire and operate, refineries and works for the treatment and refining of petroleum and other oils.

(e) To own, hold, construct or otherwise acquire and operate, warehouses, structures, works and plants for the storage of petroleum and other oils and the products and by-products thereof.

(f) To own, hold, construct or otherwise acquire and operate, pipe lines, cars and other means for the transportation of petroleum and

other oils and natural gas, and the products and by-products thereof.

(g) To own, hold, construct or otherwise acquire and operate, works, furnaces and plants for the extraction of all or any kind of carbonate liquids, carbons and all or any other substances and products now known or hereafter discovered to be obtainable from natural gas.

(h) To acquire, have, hold, possess and enjoy lands in fee simple, or other less estate, for any or all the purposes above set forth.

(i) To purchase, subscribe for, invest in, or otherwise acquire, own, hold and possess, and to sell, assign, transfer, mortgage, pledge or otherwise dispose of, shares of the capital stock of, or any bonds, mortgages, debentures, notes and other securities, obligations, contracts and evidences of indebtedness created by any other corporation or corporations, association or associations, private or public, or quasi-public, of this State or any other State or territory or dependency of the United States, or of the District of Columbia, or of foreign countries, and while owner of such stock, to exercise all rights, powers and privileges of individual ownership, including the right to vote thereon and with respect thereto, and to receive the dividends or payments thereon.

(j) To lend money to, or to aid in any lawful manner whatsoever, any corporation or association now existing or hereafter to be formed, whose shares of capital stock, bonds, or other obligations or any part thereof, are held, owned or in any manner guaranteed by this corporation; and to do any and all lawful acts and things to protect, preserve and improve or enhance the value of any such shares of capital stock, bonds or other obligations.

(k) To guarantee the payment of both principal and interest, of bonds or other obligations of, and/or dividends upon the capital stock, and the performance of any and all contracts and agreements entered into by, any corporation or corporations, a majority of the voting capital stock of which is owned by this corporation at the time of making such guarantee.

(l) To create, make, effect and issue mortgages, deeds of trust, tank car equipment leases or trust agreements and general trust agreements, except such as require the consent of the stockholders as provided by law; and in conformity therewith to make, execute and deliver any and all manner and character of negotiable or transferable bonds, notes, debentures, certificates of indebted-

ness, instruments and securities, secured by mortgage, deed of trust or otherwise, and to do every act and thing necessary to effectuate the same.

(m) To have one or more offices, to carry on all or any of its operations and business and without restriction or limit as to amount to purchase, or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the States, Districts, Territories or Colonies of the United States, and in any and all foreign countries, subject to the laws of such State, District, Territory, Colony or Country.

(n) In general, to carry on any other business in connection with the foregoing, whether manufacturing or otherwise, and to have and exercise all the powers conferred by the laws of Delaware upon corporations formed under the act hereinafter referred to, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

(o) The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

FOURTH. The amount of the total authorized capital stock of this corporation is Five Thousand Dollars (\$5,000.00) divided into five hundred (500) shares of the par value of Ten Dollars (\$10.00) each.

FIFTH. The amount of capital with which this corporation will commence business is One Thousand Dollars (\$1,000.00).

SIXTH. The names and places of residence of the original subscribers to the capital stock and the number of shares subscribed for by each are as follows:

<u>NAME</u>	<u>RESIDENCE</u>	<u>NO. OF SHARES</u>
Alfred Jarvis	Wilmington, Delaware	Common 98
A. V. Lane	Wilmington, Delaware	1
E. B. Stauffer	Wilmington, Delaware	1

SEVENTH. This corporation is to have perpetual existence.

EIGHTH. The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

NINTH. In furtherance, and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

To fix the amount to be reserved as working capital over and above its capital stock paid in, to authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation:

From time to time to determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of this corporation, (other than the stock ledger), or any of them, shall be open to inspection of stockholders; and no stockholder shall have any right of inspecting any account, book or document of this corporation except as conferred by statute, unless authorized by a resolution of the stockholders or directors:

By resolution or resolutions, passed by a majority of the whole board to designate one or more committees, each committee to consist of two or more of the directors of the corporation, which, to the extent provided in said resolution or resolutions or in the by-laws of the corporation, shall have and may exercise the powers of the board of directors in the management of the business and affairs of the corporation, and may have power to authorize the seal of the corporation to be

affixed to all papers which may require it. Such committee or committees shall have such name or names as may be stated in the by-laws of the corporation or as may be determined from time to time by resolution adopted by the board of directors.

Pursuant to the affirmative vote of the holders of at least a majority of the stock issued and outstanding, having voting power, given at a stockholders' meeting duly called for that purpose, or when authorized by the written consent of the holders of at least a majority of the voting stock issued and outstanding, the board of directors shall have power and authority at any meeting to sell, lease or exchange all of the property and assets of this corporation, including its good will and its corporate franchises, upon such terms and conditions as its board of directors deem expedient and for the best interests of the corporation.

The power to make and alter by-laws is hereby conferred upon the directors, provided, however, that by-laws made by the directors under the power herein conferred, may be altered or repealed by the directors or stockholders, and further, the stockholders may in the making or alteration of any by-laws at any time in effect confer powers upon its directors in addition to those enumerated in this Certificate of Incorporation, and in addition to the powers and authorities expressly conferred upon the directors by statute.

Both stockholders and directors shall have power, if the by-laws so provide, to hold their meetings, and to have one or more offices within or without the State of Delaware, and to keep the books of this corporation (subject to the provisions of the statutes) outside of the State of Delaware at such places as may be from time to time designated by the board of directors.

TENTH. This corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

WE, THE UNDERSIGNED, being each of the original subscribers to the capital stock hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Delaware, and in pursuance of the General Corporation Law of the State of Delaware, being Chapter 65 of the Revised Code of Delaware, and the acts amendatory thereof and supplemental thereto, do make and file this certificate, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares of stock hereinbefore set forth, and accordingly have hereunto set our hands and seals this 31st day of August, A. D. 1928.

In presence of:

Herbert Ketter

Alfred J. Jones
A. V. Lane

E. B. Bluff

STATE OF DELAWARE

COUNTY OF NEW CASTLE

SS.

BE IT REMEMBERED that on this 31st day of August, A. D. 1928, personally came before me, Herbert E. Latter a Notary Public for the State of Delaware, Alfred Jervis, A. V. Lane and E. B. Stauffer, parties to the foregoing certificate of incorporation, known to me personally to be such, and severally acknowledged the said certificate to be the act and deed of the signers respectively and that the facts therein stated are truly set forth.

GIVEN under my hand and seal of office the day and year aforesaid.


Notary Public

CERTIFICATE OF AMENDMENT TO THE CERTIFICATE OF INCORPORATION OF
MARATHON OIL COMPANY

Marathon Oil Company, a corporation existing under the laws of the State of Delaware, whose original Certificate of Incorporation was filed in the office of the Secretary of State of the State of Delaware on the 31st day of August, 1928, and recorded in the office of the Recorder of Deeds for New Castle County, State of Delaware, on the said 31st day of August, 1928, in Certificate of Incorporation Record "C", Volume 29, Page 358, does by its President and Secretary, hereby set forth an amendment to its Certificate of Incorporation, under and by virtue of the provisions of the Revised Code of the State of Delaware, as follows, viz:

That article Fourth of the Certificate of Incorporation of this company which reads:

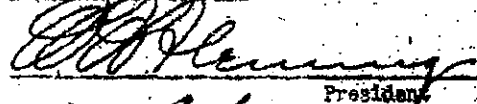
"FOURTH: The amount of the total authorized capital stock of this corporation is Five Thousand Dollars (\$5,000.00) divided into Five Hundred (500) shares of the par value of Ten Dollars (\$10.00) each."

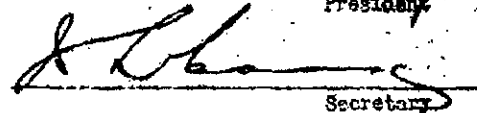
has been amended to read

"FOURTH: The amount of the total authorized capital stock of this corporation is One Million Dollars (\$1,000,000.00) divided into One Hundred Thousand (100,000) shares of the par value of Ten Dollars (\$10.00) each."

And the said Marathon Oil Company by its President and Secretary, further certifies that the hereinabove set forth Amendment to its Certificate of Incorporation was duly approved and adopted by vote of all of its stockholders at a special Stockholders Meeting held the 20th day of April, 1931, and in accordance with the provisions of Section 26 of the General Corporation Law of the State of Delaware, as amended, and that the capital of the corporation will not be reduced under or by reason of said amendment. IN WITNESS WHEREOF this Certificate is made under the Seal of said Marathon Oil Company and signed by its President and Secretary, this 20th day of April, A. D. 1931.

MARATHON OIL COMPANY


President

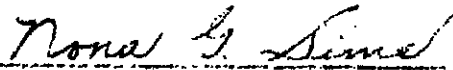

Secretary

STATE OF OKLAHOMA)


COUNTY OF TULSA)

BE IT REMEMBERED That on this twentieth day of April A. D. 1931, I, Nona G. Sims, a Notary Public for the State of Oklahoma, do hereby certify that W. F. Fleming, President of Marathon Oil Company, known to me personally to be such, duly executed the foregoing Certificate before me, and that the said W. F. Fleming, President as aforesaid, duly acknowledged that the signatures of the said President and of the Secretary of said corporation to said Certificate appended are in the handwriting of the said President and the said Secretary of said corporation, respectively, and that the corporate seal to the said Certificate affixed is the common or corporate seal of said corporation and that the same was duly affixed by authority of the stockholders and directors of said corporation.

IN WITNESS WHEREOF I have hereunto set my hand and seal of office, the day and year aforesaid.


Notary Public

Commission expires November 6, 1932


Notary Public
Tulsa County, Oklahoma

UNANIMOUS CONSENT TO DISSOLUTION

OF

MARATHON OIL COMPANY

—ooOoo—

WE, THE SUBSCRIBERS, being all of the stockholders, having voting power, of the MARATHON OIL COMPANY, a corporation organized and existing under the laws of the State of Delaware, and having its principal and registered office with The Corporation Trust Company, Wilmington, Delaware, deeming it advisable and most for the benefit of said corporation that the same should be forthwith dissolved, DO HEREBY GIVE OUR CONSENT in writing to its dissolution pursuant to Section 39 of the General Corporation Law, of Delaware as amended, and do sign this consent to the end that it may be filed in the office of the Secretary of State of Delaware.

WITNESS our hands this 8th day of January,

A. D. 1935.

THE OHIO OIL COMPANY

No. of Shares

100,000

BY

W. B. Smith
President

ATTEST:

E. M. Leach
Secretary

**LIST OF OFFICERS AND DIRECTORS
At the Time of Dissolution**

WE, THE UNDERSIGNED, being respectively President, Secretary and Treasurer of MARATHON OIL COMPANY, a corporation of the State of Delaware, DO HEREBY CERTIFY:

The following is a list of the names and residences of the directors and officers of MARATHON OIL COMPANY:

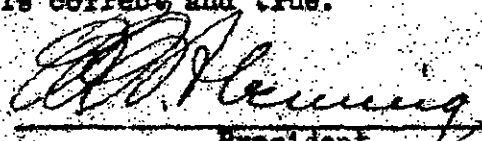
DIRECTORS

<u>NAMES</u>	<u>RESIDENCES</u>
W. W. Fleming	Tulsa, Oklahoma
J. L. Cook	" "
M. E. Wagner	" "
L. B. McCammon	" "
A. J. Slagter	" "
R. G. Gwilliam	" "
C. L. Fleming	Pindlay, Ohio

OFFICERS

<u>NAMES</u>		<u>RESIDENCES</u>
W. W. Fleming	President	Tulsa, Oklahoma
C. L. Fleming	Vice President	Pindlay, Ohio
L. B. McCammon	Vice President	Tulsa, Oklahoma
C. W. Mackay	Vice President	" "
R. G. Gwilliam	Vice President	" "
J. L. Cook	Secretary	" "
J. L. Cook	Treasurer	" "

The foregoing statement is correct and true.


President


Secretary


Treasurer

STATE OF OKLAHOMA
COUNTY OF CHIEFA

SS.

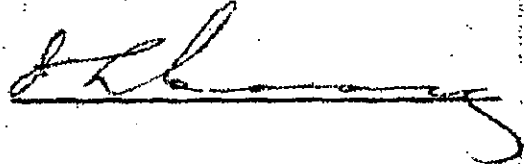
- J. L. COOK -

Secretary of

the MARATHON OIL COMPANY, being duly sworn, on oath, deposes and says that the foregoing consent to dissolution of said company, has been signed by all of the stockholders having voting power and that the foregoing certificate giving the names and residences of the officers and directors of said company is true and correct.

Subscribed and sworn to

before me this 10th
day of January, 1935.



Patricia M. Doyle
Notary Public

My commission expires Feb. 10, 1937
PATRICIA M. DOYLE

State of Delaware - Division of Corporations
CERTIFICATION SHEET - Fax# 302-739-3812



Priority 1
(One Hr)



Priority 2
(Two Hr)



Priority 3
(Same Day)



Priority 4
(24 Hour)



Priority 7
(Reg. Work)

SUBMITTER'S INFORMATION

Company/Firm or Individual's Name Lance Nixon, Enforcement Officer
Environmental Protection Agency, Region 6
Return Address 1445 Ross Avenue, 6SF-TE
Dallas, Texas 75202
City - State - Zip
Attention:
Phone# 214-665-2203 Fax#
E-mail address nixon.lance@epa.gov
Account Number

DO NOT WRITE IN THIS SPACE

CERTIFICATION REQUEST INFORMATION

Name of Company/Entity Marathon Oil Company
File Number 0082311

Type of Certificate Requested

☐ Certified Copy of All Charter Documents
☐ Certified Copy of Charter Documents, Restated Forward
☐ Certified Copy Filed on
☐ Short Form Good Standing (check if additional language req.)
☐ Tax reports filed
☐ Taxes paid to date
☐ No taxes assessed
☐ Long Form Good Standing (check if additional language req.)
☐ Tax reports filed
☐ Taxes paid to date
☐ No taxes assessed
☐ Certificate in RE: (Type of Cert.)
☐ Apostille - Country
☐ Other
Check # Total \$ Enclosed

METHOD OF RETURN

☐ Messenger/Pick up
☐ Express Mail Select Express Service
Acct#
☒ Regular Mail
☐ Other
Fax or E-mail is not available

COMMENTS/FILING INSTRUCTIONS

all documents on file
incorporation, amendments
mergers etc...
\$20 plain copies

CREDIT CARD INFORMATION Type of Card
(Visa, MasterCard, American Express or Discover Card Only)

CC# (b) (6)(b) (6)(b) (6)(b) (6)(b) (6)(b) (6)
Expiration Date - (b) (6)(b) (6)
Security Code (b) (6)(b) (6)
VISA

INSTRUCTIONS

1. Visit corp.delaware.gov/cvrmemo.shtml for complete instructions on how to properly complete this memo.
2. Fully shade in the required Priority Square using a dark pencil or marker, staying within the square.

\$20



State of Delaware

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 898
DOVER, DELAWARE 19903

130990738

9983914

09-09-2013

ENVIRONMENTAL PROTECTION AGENCY, REGION 6
1445 ROSS AVENUE, 6SF-TE
DALLAS TX 75202

ATTN: LANCE NIXON

DESCRIPTION			AMOUNT
MARATHON OIL COMPANY			
0082311	4100H Plain Copy History		
	0102S Incorp Delaware Sto 04-18-1919	6	20.00
	Plain Copy Fee		20.00
	FILING TOTAL		20.00
	TOTAL PAYMENTS		20.00
	SERVICE REQUEST BALANCE		.00

CERTIFICATE OF INCORPORATION
OF
THE MARATHON OIL COMPANY

---ooOoo---

FIRST. The name of this corporation is
THE MARATHON OIL COMPANY.

SECOND. Its principal office in the State of Delaware is located at No. 7 West Tenth Street, in the City of Wilmington, County of New Castle. The name and address of its resident agent is the Corporation Trust Company of America, No. 7 West Tenth Street, Wilmington, Delaware.

THIRD. The nature of the business, or objects or purposes proposed to be transacted, promoted or carried on are:

(a) To refine, market and distribute crude oil or petroleum and all of its products; to locate, purchase, lease, sub-lease or otherwise acquire and to sell, mortgage or otherwise dispose of lands containing or believed to contain petroleum, oil or natural gas, or either of them, and to drill or prospect for or produce the same; to purchase, lease or otherwise acquire, and to sell, mortgage or otherwise dispose of developed or producing oil and gas properties or the products of such oil or gas properties; to purchase, produce, refine, sell and distribute petroleum and all of the products and by-products thereof; to buy, sell or otherwise dispose of, and manufacture all kinds of illuminating, burning and heating oils, and gasoline, naphtha, lubricants, greases, waxes and all other products and by-products of petroleum; to act as broker or agent for others in all of said acts.

(b) To carry on the business of storing, drilling or prospecting for, mining, producing, refining, manufacturing, piping, buying and selling petroleum, natural and artificial gas, gasoline, naphtha, and any and all other products and by-products thereof.

(c) To acquire, own, enter or lease mines and mineral lands of every kind, nature and description; also to acquire, own, enter, lease, sell,

assign, transfer or otherwise dispose of mill sites, water rights and terminal facilities; to work, prospect or develop mines and mineral lands of every nature or description, either for itself or other companies, corporations or individuals, upon such terms and for such remuneration as it shall deem fit and proper, and to accept, take and hold mineral lands and claims of every kind and nature, either as an entirety or any portion thereof.

(d) To build, construct, equip, maintain, own, control, lease or otherwise acquire, and to operate all necessary tanks, tank cars, pipes and pipe lines, compressors, separating plants, refineries, buildings and warehouses, and the necessary fixtures and equipment thereunto obtaining and other and all means of refining, storing, saving, conveying, transporting, exporting or marketing petroleum, oil and gas, or the crude or refined products of either; and to do any and all other acts and things necessary as a broker or agent in the marketing or sale of petroleum products, property or its allied lines.

(e) To acquire, own and operate such machinery, apparatus and appliances as may be necessary, proper or incidental to the mining, production and development of lands for petroleum oil, natural gas and other minerals, or for any of the purposes for which this corporation is organized.

(f) To manufacture, erect, build, furnish, construct, hold, own, operate, export, import, lease, rent, hire, buy, sell and generally deal in as principal, agent or factors for others, all kinds of petroleum products, gas, gasoline, explosive, steam and all other kinds of engines, all kinds of dynamos, generators, pumps and any and all kinds of mechanical apparatus for whatever purpose employed.

(g) To contract for, build, buy, sell, own and operate all necessary mills, smelters, roads, railroads, spur tracks, tramways, loading racks, ditches, flumes, pumps, pumping plants of any kind or kinds whatsoever and such other property as shall be fit and necessary in carrying out the objects herein stated.

(h) To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise, and real and personal property of every class and description.

(i) To acquire, and pay for in cash, stock or bonds of this corporation or otherwise, the good will, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

(j) To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage, or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trade-marks and trade names, relating to or useful in connection with any business of this corporation.

(k) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations organized under the laws of this state or any other state, country, nation or government, and while the owner thereof to exercise all the rights, powers and privileges of ownership.

(l) To issue bonds, debentures or obligations of this corporation from time to time, for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust, or otherwise.

(m) To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

(n) To have one or more offices, to carry on all or any of its operations and business and without restriction or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the States, Districts, Territories or Colonies of the United States, and in any and all foreign countries, subject to the laws of such State, District, Territory, Colony or Country.

(o) In general, to carry on any other business in connection with the foregoing whether manufacturing or otherwise, and to have and exercise all the powers conferred by the laws of Delaware upon corporations formed under the act hereinafter referred to, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

(p) The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

FOURTH. The total authorized capital stock of this corporation is Two Million Six Hundred Thousand Dollars

(\$3,600,000.) divided into two hundred sixty thousand (260,000) shares of the par value of Ten Dollars (\$10.00) each.

FIFTH. The amount of capital stock with which this corporation will commence business is One Thousand Dollars (\$1,000.00).

SIXTH. The names and places of residence of the original subscribers to the capital stock and the number of shares subscribed for by each are as follows:

NAME.	RESIDENCE.	NUMBER OF SHARES.
T. L. Groteau	Wilmington, Delaware.	96
P. B. Drew	Wilmington, Delaware.	1
H. E. Knox	Wilmington, Delaware.	1

SEVENTH. This corporation is to have perpetual existence.

EIGHTH. The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

NINTH. In furtherance, and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

To make and alter the by-laws of this corporation, to fix the amount to be reserved as working capital over and above its capital stock paid in, to authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation:

From time to time to determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of this corporation, (other than the stock ledger), or any of them, shall be open to inspection of stockholders: and no stockholder shall have any right of inspecting any account, book or document of this corporation except as conferred by statute, unless authorized by a reso-

lution of the stockholders or directors:

If the by-laws so provide, to designate two or more of its number to constitute an executive committee, which committee shall for the time being, as provided in said resolution or in the by-laws of this corporation, have and exercise any or all of the powers of the board of directors in the management of the business and affairs of this corporation, and have power to authorize the seal of this corporation to be affixed to all papers which may require it.

Pursuant to the affirmative vote of the holders of at least a majority of the stock issued and outstanding, having voting power, given at a stockholders' meeting duly called for that purpose, or when authorized by the written consent of at least a majority of the holders of the voting stock issued and outstanding, the board of directors shall have power and authority at any meeting to sell, lease or exchange all of the property and assets of this corporation, including its good will and its corporate franchises, upon such terms and conditions as its board of directors deem expedient and for the best interests of the corporation.

This corporation may in its by-laws confer powers upon its directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by the statute.

Both stockholders and directors shall have power, if the by-laws so provide, to hold their meetings, and to have one or more offices within or without the State of Delaware, and to keep the books of this corporation (subject to the provisions of the statutes), outside of the State of Delaware at such places as may be from time to time designated by the board of directors.

TELE. This corporation reserves the right to amend, alter, change or repeal any provision contained in this certifi-

cate of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

WE, THE UNDERSIGNED, being each of the original subscribers to the capital stock hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Delaware, and in pursuance of the General Corporation Law of the State of Delaware, being Chapter 65 of the Revised Code of Delaware, and the acts amendatory thereof and supplemental thereto, do make and file this certificate, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares of stock hereinbefore set forth, and accordingly have hereunto set our hands and seals this 15th day of April, A.D. 1919.

In presence of

Hubert E. Latta

T. L. Crutcher
P. B. Drew
H. E. Knox

STATE OF DELAWARE
COUNTY OF NEW CASTLE

} ss.

BE IT REMEMBERED that on this 15th day of April, A.D. 1919, personally came before me, Herbert E. Latta, a Notary Public for the State of Delaware, T. L. Crutcher,

P. B. Drew and H. E. Knox - - - - -

parties to the foregoing certificate of incorporation, known to me personally to be such, and severally acknowledged the said certificate to be the act and deed of the signers respectively and that the facts therein stated are truly set forth.

GIVEN under my hand and seal of office the day and year aforesaid.

Herbert E. Latta
Notary Public.

State of Delaware - Division of Corporations
CERTIFICATION SHEET - Fax# 302-739-3812



Priority 1
(One Hr)



Priority 2
(Two Hr)



Priority 3
(Same Day)



Priority 4
(24 Hour)



Priority 7
(Reg. Work)

SUBMITTER'S INFORMATION

Lance Nixon, Enforcement Officer
Company/Firm or Individual's Name Environmental Protection Agency, Region 6
1445 Ross Avenue, 6SF-TE
Return Address Dallas, Texas 75202
City - State - Zip
Attention:
Phone# 214-665-2203 Fax#
E-mail address nixon.lance@epa.gov
Account Number

DO NOT WRITE IN THIS SPACE

CERTIFICATION REQUEST INFORMATION

Name of Company/Entity Marathon Oil
File Number 0607728

Type of Certificate Requested

- ☐ Certified Copy of All Charter Documents
☐ Certified Copy of Charter Documents, Restated Forward
☐ Certified Copy Filed on
☐ Short Form Good Standing (check if additional language req.)
☐ Tax reports filed
☐ Taxes paid to date
☐ No taxes assessed
☐ Long Form Good Standing (check if additional language req.)
☐ Tax reports filed
☐ Taxes paid to date
☐ No taxes assessed
☐ Certificate in RE: (Type of Cert.)
☐ Apostille - Country
☐ Other

Check # Total \$ Enclosed

METHOD OF RETURN

- ☐ Messenger/Pick up
☐ Express Mail Select Express Service
Acct#
☒ Regular Mail
☐ Other
Fax or E-mail is not available

COMMENTS/FILING INSTRUCTIONS

all documents on file.
incorporations, amendments,
mergers etc.

\$24

plain copies

CREDIT CARD INFORMATION Type of Card
(Visa, MasterCard, American Express or Discover Card Only)

CC (b) (6)(b) (6)(b) (6)(b) (6)(b) (6)(b) (6)
Expiration Date - (b) (6)(b) (6)
Security Code (b) (6)(b) (6)
VISA

INSTRUCTIONS

1. Visit corp.delaware.gov/cvrmemo.shtml for complete instructions on how to properly complete this memo.
2. Fully shade in the required Priority Square using a dark pencil or marker, staying within the square.

\$24



State of Delaware

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 898
DOVER, DELAWARE 19903

130990728

9983914

08-19-2013

ENVIRONMENTAL PROTECTION AGENCY, REGION 6
1445 ROSS AVENUE, 6SF-TE
DALLAS TX 75202

ATTN: LANCE NIXON

DESCRIPTION				AMOUNT
MARATHON OIL COMPANY				
0607728	4100H Plain Copy History			
	0102S Incorp Delaware Sto	02-17-1964	7	22.00
	0275 Dissolution	12-31-2001	1	2.00
	Plain Copy Fee			24.00
	FILING TOTAL			24.00
	TOTAL PAYMENTS			24.00
	SERVICE REQUEST BALANCE			.00

CERTIFICATE OF INCORPORATION
OF
MARATHON OIL COMPANY

ARTICLE FIRST. The name of this corporation is Marathon Oil Company.

ARTICLE SECOND. The principal office of this corporation in the State of Delaware is located at No. 100 West Tenth Street in the City of Wilmington, County of New Castle, in the United States of America. The name and address of its resident agent is The Corporation Trust Company, No. 100 West Tenth Street, Wilmington 99, Delaware.

ARTICLE THIRD. The nature of the business of the corporation and the objects and purposes to be transacted, promoted or carried out by it are:

1. To prospect and explore for, produce, extract, exploit, develop, mine, drill for, refine, process, cycle, liquefy, synthesize, purchase or otherwise acquire, and to store, transport, buy, sell, exchange, distribute or otherwise dispose of and deal in, minerals, materials and substances, of every kind and character, including but not limited to petroleum, oil, oil shale, tar sands, coal, natural gas, natural gasoline, condensate and other hydrocarbons whether solid, liquid or gaseous, all metallic and non-metallic minerals, all fissionable and nonfissionable materials, organic and inorganic substances, radioactive substances and chemicals of every kind and character whatsoever, including but not limited to those derived from agricultural and forest products, the atmosphere or waters, on the surface and in the earth, and the products and by-products of any and all of the above-named products, all of which are in this Article Third referred to as "minerals".

2. To contract for, purchase, lease, locate and otherwise acquire, to own, hold, maintain, improve, develop, work, explore, exploit, deal in and otherwise use, operate, enjoy, and to let, mortgage, exchange, sell, cede, assign, grant, transfer, convey, and otherwise dispose of, any and all kinds of lands and real estate, mines, mineral claims, and any and all rights, privileges, options, leases, concessions, licenses, claims, patents, grants, franchises, easements, royalties, tenements, estates, hereditaments and interests in and to property, real or personal, tangible or intangible, of every kind and description, including without limiting the generality of the foregoing, any and all property prospectively or actually productive of petroleum, crude oil, natural gas, hydrocarbons, metallic or nonmetallic minerals, and all other minerals. To mine, bore, sink wells and shafts or otherwise develop and operate such lands, mines, mineral claims and rights, and to remove and dispose of the aforesaid minerals, products and by-products, including the extraction of such minerals from water or air.

3. To buy, sell, hold, use, import, export, trade and deal in and with all minerals and useful materials and substances, including products and by-products thereof.

4. To construct, purchase or otherwise acquire, own, hold, lease, operate and to mortgage, sell, lease or otherwise dispose of pipe lines, conveyors, tanks, tank cars, trucks and other vehicles, tankers, ships, barges or other vessels, aircraft and any other means of transportation, terminals, tank farms, store houses and the lands, rights of way, easements, equipment, airports and other property required therefor, and to transport and store by means thereof, any and all minerals, materials and substances, including the products and by-products thereof; to buy, exchange, construct, contract for, lease and in any and all other ways to acquire, take and hold telegraph and telephone lines, radio and other communication facilities usual or necessary for the business of this corporation, and to improve, maintain and operate the same, and to sell, mortgage, lease or otherwise dispose thereof.

5. To construct, purchase, lease or otherwise acquire, own, hold, use, operate, mortgage and dispose of, refineries, factories, warehouses, laboratories, farms, plants, mines, workshops, cycling plants, power generation plants and such other plants, machinery and equipment, together with lands, leaseholds, easements, rights of way and other property required therefor as may be necessary or convenient to effect any of the purposes of this Article Third set forth; to make, process, manufacture, produce, treat, refine, smelt and purify all minerals and mineral substances, and any and all other useful materials and substances, including but not limited to gasoline, motor fuels and other fuels, lubricants, fertilizers, chemicals, colloids, plastics and other materials and substances found in the earth, water or atmosphere, synthetic materials and fissionable and nonfissionable materials, or any components thereof; and to extract therefrom all products, refinements and by-products thereof; and to use, hold, sell, market and dispose of all such products and by-products.

6. To construct, purchase, lease or otherwise acquire, own, hold, operate, mortgage, lease, sell or otherwise dispose of, bulk plants, marketing outlets, service stations, stores, warehouses, terminals and other facilities for the storage, distribution and sale, at wholesale or retail, of goods, wares and merchandise, including but not limited to gasoline and other motor fuels, lubricants, greases, other petroleum products and by-products, antifreeze solutions, tires, tubes, batteries and automotive parts and accessories, and the lands, rights of way, easements, equipment and other property required therefor; and to buy, sell, and deal in any and all the goods, wares and merchandise as provided in this Certificate of Incorporation; and to purchase, lease, acquire, own, hold, use, and dispose of all vehicles, conveyances, pumps, tanks, appliances, fixtures and accessories necessary or convenient for the carrying on of said business.

7. To conduct, carry on and engage in any experimental or research work in chemical engineering and any other scientific or technical fields, and to render to any person, firm, association or corporation, services of an engineering, scientific, technical or business nature.

8. To acquire all or any part of the business, good will, rights, assets and property of any person, firm, association or corporation, and pay for the same in whole or in part, in cash or with stock, bonds or debentures of the corporation or otherwise, and to assume all or any part of the obligations and liabilities of any such person, firm, association or corporation.

9. To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trade marks and trade names, related to or useful in connection with any business of this corporation.

10. To acquire by purchase, subscription or otherwise, to receive, own and hold for investment or otherwise, to mortgage, pledge, deposit, exchange, sell, assign, transfer or otherwise dispose of and generally to deal in or with, any and all of the following (hereinafter items referred to collectively as "securities"), to-wit: all kinds of shares, stocks, voting trust certificates, trust certificates, scrip, warrants, rights, bonds, mortgages, debentures, trust receipts, notes, and other choses in action, obligations and evidences of indebtedness of any corporation, joint stock company, trust, association, partnership, syndicate, person, or governmental or public agency or authority, domestic or foreign, and evidences of any interest therein, or with respect thereto; and while the owner or holder of any such securities, to exercise all of the rights, powers and privileges of ownership or interest in respect thereof, including the right to vote and to give consents, and to do any and all acts or things deemed by the corporation to be necessary or advisable for the preservation, protection, improvement or enhancement of the value of such securities.

11. To purchase, or otherwise acquire, hold, sell, pledge, transfer or otherwise dispose of, and to reissue or cancel, shares of the corporation's own capital stock and any other securities or obligations of the corporation in the manner and to the extent now or hereafter permitted by the laws of the State of Delaware; provided that the shares of its own capital stock belonging to the corporation shall not be voted upon directly or indirectly.

12. To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government, foreign or domestic, or colony or dependency thereof.

13. To borrow or raise money for any of the purposes of the corporation; from time to time, without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable and non-negotiable instruments and evidences of indebtedness, and to secure the payment thereof and of the interest

thereon by mortgage upon, or pledge, conveyance or assignment in trust of, the whole or any part of the assets and property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such securities or other obligations of the corporation for its corporate purposes.

14. To lend money to others, with or without collateral security; provided that no loans shall be made by the corporation to its officers and directors, and no loans shall be made by the corporation secured by shares of its own capital stock.

15. To domicile, register, establish and maintain one or more offices, to conduct and carry on its business or operations or any part thereof, and to exercise any and all of its corporate rights, privileges and powers, in any or all of the states, districts, territories, colonies and dependencies of the United States of America and in any and all foreign countries and the territories, colonies or dependencies thereof.

16. To conduct, carry on or engage in any other business, operations or activities in connection with or incidental to those above mentioned, and to do everything necessary, proper, advisable or convenient for the attainment of any of the objects, the accomplishment of any of the purposes, and the exercise of any of the powers herein above mentioned.

The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in no wise limited or restricted by reference to, or inference from the terms of any other clause in this Certificate of Incorporation, but the objects and purposes specified in each of the foregoing clauses of this Article shall be regarded as independent objects and purposes. The enumeration of objects, purposes and powers shall not be deemed to exclude by inference or otherwise any of the rights, privileges, powers, objects or purposes which this corporation is or may be entitled to exercise under the laws of the State of Delaware now or hereafter in effect or implied by reasonable construction of said laws.

ARTICLE FOURTH. The total number of shares of stock which the corporation shall have authority to issue shall be one thousand (1,000) shares, all of one class, and each such share shall have a par value of One Dollar (\$1.00).

ARTICLE FIFTH. The minimum amount of capital with which this corporation will commence business is One Thousand Dollars (\$1,000.00).

ARTICLE SIXTH. The names and places of residence of the incorporators are as follows:

<u>Names</u>	<u>Residences</u>
R. E. Rhea	2600 Goldenrod Lane, Findlay, Ohio
R. H. Brown	1125 East Sandusky Street, Findlay, Ohio
Walter L. Weber	1620 Grant Boulevard, Findlay, Ohio

ARTICLE SEVENTH. The corporation is to have perpetual existence.

ARTICLE EIGHTH. The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatsoever.

ARTICLE NINTH. The following provisions are inserted for the management of the business and for the conduct of the affairs of the corporation and for further definition, limitation and regulation of the powers of the corporation and of its directors and stockholders:

1. In furtherance and not in limitation of the powers conferred by statute, the Board of Directors of the corporation is expressly authorized:

(a) without the assent or vote of the stockholders, except where otherwise expressly provided in the by-laws, to make, alter or repeal the by-laws of the corporation;

(b) to set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose and to abolish any such reserve in the manner in which it was created;

(c) to determine the use and disposition of any surplus or net profits of the corporation and to fix the times for the declaration and payment of dividends;

(d) to authorize and cause to be executed mortgages and liens upon any or all of the property and assets of the corporation;

(e) to determine from time to time whether and to what extent, and at what times and places and under what conditions and regulations, the accounts and books of the corporation (other than the stock ledger), or any of them, shall be open to the inspection of stockholders;

(f) to exercise all such further powers and authority as may be lawfully conferred upon the directors in the by-laws of the corporation.

2. The corporation may enter into contracts or transact business with one or more of its directors or officers, or with any corporation or firm of which one or more of its directors or officers are directors, officers or members, or in which they may have a pecuniary or other interest; and in the absence of fraud, such contracts or transactions shall not be invalidated or in anywise affected by the fact that such directors or officers are so

connected with or have any interest in any such corporation or firm even though the vote or action of such directors or officers may have been necessary to obligate the corporation upon such contracts or transactions, provided that the fact of such connection or such interest shall have been disclosed or shall have been known to all of the directors of the corporation. At any meeting of the Board of Directors of the corporation which shall authorize or ratify any such contracts or transactions, any such director having such connection or interest may vote or act thereat with like force and effect as if he did not have such connection or interest, provided that in such case such connection or interest shall have been disclosed or shall have been known to all the directors. No director or officer shall be disqualified from holding office as director or officer of the corporation by reason of any such connection or interest. In the absence of fraud, no director or officer having any such connection or interest shall be liable to the corporation or to any stockholder or creditor thereof, or to any other person, for any loss incurred under or by reason of such contracts or transactions, nor shall any such director or officer be accountable to the corporation or to any stockholder or creditor thereof or to any other person for any gains or profits realized under and by reason of such contracts or transactions.

3. The directors in their discretion may submit any contract or act for approval or ratification at any annual meeting of stockholders or at any special meeting of stockholders called for the purpose of considering any such act or contract, and any contract or act that shall be approved or be ratified by the vote of the holders of a majority of the stock of the corporation which is represented in person or by proxy at such meeting and entitled to vote thereat (provided that a lawful quorum of stockholders be there represented in person or by proxy) shall be as valid and as binding upon the corporation and upon all the stockholders, as though it had been approved or ratified by every stockholder of the corporation, whether or not the contract or act would otherwise be open to legal attack because of director's interest, or for any other reason.

4. Each director and each officer of the corporation shall be indemnified by the corporation against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of his being or having been a director or officer of the corporation (whether or not he continues to be such a director or officer at the time of incurring such expenses), except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of his duties as such officer or director. Such right of indemnification shall not be deemed exclusive of any other rights to which he may be entitled hereunder and under any by-laws, agreement, vote of stockholders or otherwise. The corporation shall have the right to intervene in and to defend all such actions, suits or proceedings brought against any present

or former director or officer of the corporation. Whenever in this paragraph a director or officer is referred to, such reference shall be inclusive of his heirs, executors and administrators.

5. Meetings of the stockholders of this corporation may be held outside the State of Delaware, if the by-laws so provide.

6. The books of the corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors or in the by-laws of the corporation.

7. Election of the directors need not be by ballot unless the by-laws of the corporation so provide.

ARTICLE TENTH. The corporation reserves the right to amend, alter, change, add to or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are granted subject to this reservation.

We, the undersigned, being each of the incorporators herein before named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set our hands and seals this 10th day of February, 1964.

R. E. Rhea (Seal)
R. E. Rhea

R. H. Brown (Seal)
R. H. Brown

Walter L. Weber (Seal)
Walter L. Weber

STATE OF OHIO)
COUNTY OF HANCOCK) ss.

BE IT REMEMBERED that on this 10th day of February, 1964, personally came before me, a Notary Public for the County of Hancock, State of Ohio, R. E. Rhea, R. H. Brown, and Walter L. Weber, all of the parties to the foregoing Certificate of Incorporation, known to me personally to be such, and severally acknowledged the said Certificate to be the act and deed of the signers respectively and that the facts therein stated are truly set forth.

GIVEN under my hand and seal of office the day and year aforesaid.

MARIANNA M. SCHUSSLER
Notary Public
Hancock County, Ohio
Commission Expires October 2, 1967

Marianne M. Schussler
Notary Public

CERTIFICATE OF DISSOLUTION

of

MARATHON OIL COMPANY

Marathon Oil Company, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "GCL"),

DOES HEREBY CERTIFY.

FIRST: That dissolution was authorized on December 19, 2001.

SECOND: That dissolution has been authorized by all of the stockholders of the corporation entitled to vote on a dissolution in accordance with the provisions of subsection (c) of Section 275 of the GCL.

THIRD: That the names and addresses of the directors and officers of Marathon Oil Company are as follows:

DIRECTORS

J. A. Evans	5555 San Felipe Road, Houston, TX 77056
N. R. Hobbs Purcell	539 S. Main Street, Findlay, OH 45840
C. L. Kaufman	539 S. Main Street, Findlay, OH 45840

OFFICERS

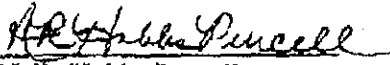
J. A. Evans	President	5555 San Felipe Rd, Houston, TX 77056
N. R. Hobbs Purcell	Vice President	539 S. Main Street, Findlay, OH 45840
C. L. Kaufman	Secretary	539 S. Main Street, Findlay, OH 45840
J. R. Haley	Assistant Secretary	539 S. Main Street, Findlay, OH 45840
L. D. Twyman	Assistant Secretary	5555 San Felipe Rd, Houston, TX 77056
M. A. Bliss	Treasurer	539 S. Main Street, Findlay, OH 45840

FOURTH: That, pursuant to Section 103(d) of the GCL, dissolution shall be effective at 11:58 p.m. on December 31, 2001.

IN WITNESS WHEREOF, said Marathon Oil Company has caused this certificate to be signed by its Vice President this 26th day of December, 2001.

Marathon Oil Company
a Delaware corporation

By:


N. R. Hobbs Purcell
Vice President